

Presentment Date and Time: August 29, 2013 at 12:00 p.m. (ET)

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*Counsel for the Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
-----)	

**NOTICE OF PRESENTMENT OF PROPOSED ORDER GRANTING
DEBTORS' SIXTEENTH OMNIBUS OBJECTION TO CLAIMS
(REDUNDANT CLAIMS)**

PLEASE TAKE NOTICE that on July 3, 2013, the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors")¹ filed the *Debtors' Sixteenth Omnibus Objection to Claims (Redundant Claims)* [Docket No. 4150] (the "Omnibus Objection").

PLEASE TAKE FURTHER NOTICE that for the matters relating to the Omnibus Objection, the Debtors will present the proposed *Order Granting Debtors' Sixteenth Omnibus Objection to Claims (Redundant Claims)* (the "Proposed Order"), annexed hereto as Exhibit 1, to the Honorable Martin Glenn, United States Bankruptcy Judge, at the United States Bankruptcy

¹ The names of the Debtors in these cases and their respective tax identification numbers are identified on Exhibit 1 to the Affidavit of James Whitlinger, Chief Financial Officer of Residential Capital, LLC, in Support of Chapter 11 Petitions and First Day Motions [Docket No. 6] (the "Whitlinger Affidavit").

Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004, Room 501, for signature on **August 29, 2013 at 12:00 p.m. (Prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that a copy of the Omnibus Objection and Proposed Order may be obtained via PACER at <http://www.nysb.uscourts.gov> or from the Debtors' restructuring website at www.kccllc.net/rescap.

Dated: August 27, 2013
New York, New York

/s/ Norman S. Rosenbaum
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EXHIBIT 1

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----)	
In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
-----)	

**ORDER GRANTING DEBTORS' SIXTEENTH OMNIBUS OBJECTION
TO CLAIMS (REDUNDANT CLAIMS)**

Upon the sixteenth omnibus claims objection, dated July 3, 2013 (the "Sixteenth Omnibus Claims Objection"),¹ of Residential Capital, LLC and its affiliated debtors in the above-referenced Chapter 11 Cases, as debtors and debtors in possession (collectively, the "Debtors"), seeking entry of an order, pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court's order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 3294] (the "Procedures Order"), disallowing and expunging the Redundant Claims on the basis that such claims are duplicates of (though not identical to) corresponding surviving claims, all as more fully described in the Sixteenth Omnibus Claims Objection; and it appearing that this Court has jurisdiction to consider the Sixteenth Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Sixteenth Omnibus Claims Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Sixteenth Omnibus Claims Objection having been provided, and it appearing that

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Debtors' Sixteenth Omnibus Claims Objection.

no other or further notice need be provided; and upon consideration of the Sixteenth Omnibus Claims Objection and the Declaration of Deanna Horst in Support of Debtors' Sixteenth Omnibus Objection to Claims (Redundant Claims), annexed to the Objection as Exhibit 1; and the Court having found and determined that the relief sought in the Sixteenth Omnibus Claims Objection is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Sixteenth Omnibus Claims Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Sixteenth Omnibus Claims Objection is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the claims listed on Exhibit A annexed hereto under the heading "*Claims to be Disallowed and Expunged*" (collectively, the "Redundant Claims") are disallowed and expunged; and it is further

ORDERED that Kurtzman Carson Consultants LLC, the Debtors' claims and noticing agent, is directed to disallow and expunge the Redundant Claims identified on the schedule attached as Exhibit A hereto so that such claims are no longer maintained on the Debtors' official claims register; and it is further

ORDERED that the claims listed on Exhibit A annexed hereto under the heading "Surviving Claims" (collectively, the "Surviving Claims") will remain on the claims register, and such claims are neither allowed nor disallowed at this time; and it is further

ORDERED that the disallowance and expungement of the Redundant Claims does not constitute any admission or finding with respect to any of the Surviving Claims; and it is further

ORDERED that the Debtors are authorized and empowered to take all actions as may be necessary and appropriate to implement the terms of this Order; and it is further

ORDERED that notice of the Sixteenth Omnibus Claims Objection as provided therein shall be deemed good and sufficient notice of such objection, and the requirements of Bankruptcy Rule 3007(a), the Case Management Procedures entered on May 23, 2012 [Docket No. 141], the Procedures Order, and the Local Bankruptcy Rules of this Court are satisfied by such notice; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of any Surviving Claims or of any claim not listed on Exhibit A annexed to this Order, and the Debtors' and all parties in interests' right to object on any basis are expressly reserved with respect to any Surviving Claim listed on Exhibit A or any such claim not listed on Exhibit A annexed hereto, and any Redundant Claim listed on Exhibit A to the extent this Court grants any claimant leave to amend its Redundant Claim under section 502(d) of the Bankruptcy Code; and it is further

ORDERED that this Order shall be a final order with respect to each of the Redundant Claims identified on Exhibit A, annexed hereto, as if each such Redundant Claim had been individually objected to; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: _____, 2013
New York, New York

THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE

Exhibit A

In re RESIDENTIAL CAPITAL, LLC, et al. (CASE NO. 12-12020 (MG)) (JOINTLY ADMINISTERED)

SIXTEENTH OMNIBUS OBJECTION - REDUNDANT CLAIMS (NON-BORROWER CLAIMS)

Claims to be Disallowed and Expunged							Surviving Claims						
	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	Name of Claimant	Claim Number	Date Filed	Claim Amount	Asserted Debtor Name	Asserted Case Number	
1	ALAMEDA COUNTY TAX COLLECTOR 1221 OAK STREET OAKLAND, CA 94612	3928	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	ALAMEDA COUNTY TAX COLLECTOR 1221 OAK STREET OAKLAND, CA 94612	5896	11/26/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	
2	ALAMEDA COUNTY TAX COLLECTOR 1221 OAK STREET OAKLAND, CA 94612	3929	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	ALAMEDA COUNTY TAX COLLECTOR 1221 OAK STREET OAKLAND, CA 94612	5895	11/26/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	
3	ALAMEDA COUNTY TAX COLLECTOR 1221 OAK STREET OAKLAND, CA 94612	3930	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	ALAMEDA COUNTY TAX COLLECTOR 1221 OAK STREET OAKLAND, CA 94612	5898	11/26/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	
4	ALAMEDA COUNTY TAX COLLECTOR 1221 OAK STREET OAKLAND, CA 94612	3931	11/13/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	ALAMEDA COUNTY TAX COLLECTOR 1221 OAK STREET OAKLAND, CA 94612	5899	11/26/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured UNLIQUIDATED Secured \$0.00 Priority \$0.00 General Unsecured	Residential Funding Company, LLC	12-12019	
5	Knuckles, Komosinski, and Elliott, LLP 565 Taxter Road, Suite 590 Elmsford, NY 10523	4116	11/09/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$20,227.32 General Unsecured	GMAC Mortgage, LLC	12-12032	Knuckles, Komosinski, and Elliott, LLP 565 Taxter Road, Suite 590 Elmsford, NY 10523	5758	11/19/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$20,227.32 General Unsecured	GMAC Mortgage, LLC	12-12032	
6	New York State Department of Taxation and Finance Bankruptcy Section PO Box 5300 Albany, NY 12205-0300	1	05/17/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$45.37 Priority \$55.27 General Unsecured	GMAC Mortgage, LLC	12-12032	New York Department of Taxation and Finance Bankruptcy Section P O Box 5300 Albany , NY 12205-0300	65	06/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$45.37 Priority \$55.27 General Unsecured	GMAC Mortgage, LLC	12-12032	
7	Prodigus Opportunity Fund, LLC 402 Macy Dr Rosewell, GA 30076-6353	2432	11/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,401,964.43 General Unsecured	GMAC Mortgage, LLC	12-12032	Prodigus Opportunity Fund, LLC 402 Macy Dr Rosewell, GA 30076-6353	2520	11/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$0.00 Priority \$1,401,964.43 General Unsecured	GMAC Mortgage, LLC	12-12032	
8	Sutter County Treasurer - Tax Collector James D. Sharpe, CPA PO Box 463 Yuba City, CA 95992	244	07/02/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$1,367.21 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	Sutter County Tax Collector PO Box 546 Yuba City, CA 95991	669	09/24/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$1,367.21 Secured \$0.00 Priority \$0.00 General Unsecured	Residential Capital, LLC	12-12020	
9	Texas Comptroller of Public Accounts Office of the Attorney General Bankruptcy - Collections Division P.O. Box 12548 Austin, TX 78711-2548	369	08/07/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured \$500,000.00 Priority \$0.00 General Unsecured	GMAC Mortgage, LLC	12-12032	Texas Comptroller of Public Accounts Office of the Attorney General Bankruptcy - Collections Division P.O. Box 12548 Austin, TX 78711-2548	402	08/06/2012	\$0.00 Administrative Priority \$0.00 Administrative Secured \$0.00 Secured EXPUNGED Priority \$0.00 General Unsecured	GMAC Mortgage, LLC	12-12032	